

WELL CONSTRUCTION DATA **CLECO RODEMACHER POWER STATION**

Well Number	W-11	W-12	W-13	W-14	W-15
Existing or Proposed	Existing	Existing	Existing	Proposed	Proposed
Monitoring Well (MW) or Piezometer (P)	P	P	P	MW	MW
Background (B) or Compliance (C)	C	C	--	C	C
Facility Monitored	P-0005	--	--	P-0005	P-0005, P-0379
Casing Elevation (feet msl)	138.15	115.66	119.17	TBD	TBD
Well Depth (feet bgs)	48.97	47.56	33.05	TBD	TBD
Screen Length (feet)	10	10	10	10	10
Screened Interval (from ___ feet msl)	99.18	78.11	86.12	TBD	TBD
(to ___ feet msl)	89.18	68.11	76.12	TBD	TBD
Screen Slot Size (inches)	0.010	0.010	0.010	0.010	0.010
Casing Diameter (inches) & Material	2" PVC	2" PVC	2" PVC	2" PVC	2" PVC
Type of Grout	C/B	C/B	C/B	C/B	C/B

Well Number	W-16	W-17	W-18	W-19	W-20
Existing or Proposed	Proposed	Proposed	Proposed	Proposed	Proposed
Monitoring Well (MW) or Piezometer (P)	MW	MW	MW	MW	MW
Background (B) or Compliance (C)	C	C	C	C	C
Facility Monitored	P-0005, P-0379	P-0005, P-0379	P-0005, P-0379	P-0005, P-0379	P-0005
Casing Elevation (feet msl)	TBD	TBD	TBD	TBD	TBD
Well Depth (feet bgs)	TBD	TBD	TBD	TBD	TBD
Screen Length (feet)	10	10	10	10	10
Screened Interval (from ___ feet MSL)	TBD	TBD	TBD	TBD	TBD
(to ___ feet MSL)	TBD	TBD	TBD	TBD	TBD
Screen Slot Size (inches)	0.010	0.010	0.010	0.010	0.010
Casing Diameter (inches) & Material	2" PVC	2" PVC	2" PVC	2" PVC	2" PVC
Type of Grout	C/B	C/B	C/B	C/B	C/B

Abbreviations:

P-0005 = Unit 2 Metal Cleaning Waste Pond, Bottom Ash Pond, Fly Ash Pond

P-0027 = Unit 1 Metal Cleaning Waste Pond

P-0062 = Coal Sedimentation Pond

-- = not applicable

TBD = to be determined

~ = estimated dimension

MSL = mean sea level

bgs = below ground surface

PVC = polyvinyl chloride

C/B = cement/bentonite

WELL CONSTRUCTION DATA **CLECO RODEMACHER POWER STATION**

Well Number	W-21	W-22
Existing or Proposed	Proposed	Proposed
Monitoring Well (MW) or Piezometer (P)	MW	MW
Background (B) or Compliance (C)	C	B
Facility Monitored	P-0062	P-0005, P-0379
Casing Elevation (feet msl)	TBD	TBD
Well Depth (feet bgs)	TBD	TBD
Screen Length (feet)	10	10
Screened Interval (from ___ feet msl)	TBD	TBD
(to ___ feet msl)	TBD	TBD
Screen Slot Size (inches)	0.010	0.010
Casing Diameter (inches) & Material	2" PVC	2" PVC
Type of Grout	C/B	C/B

Abbreviations:

P-0005 = Unit 2 Metal Cleaning Waste Pond, Bottom Ash Pond, Fly Ash Pond

P-0027 = Unit 1 Metal Cleaning Waste Pond

P-0062 = Coal Sedimentation Pond

-- = not applicable

TBD = to be determined

~ = estimated dimension

MSL = mean sea level

bgs = below ground surface

PVC = polyvinyl chloride

C/B = cement/bentonite

EXHIBIT 2

DETECTION MONITORING PARAMETER SPECIFICATIONS

DETECTION MONITORING PARAMETER SPECIFICATIONS **CLECO RODEMACHER POWER STATION**

PARAMETER	FACILITY	CONTAINER	PRESERVATION METHOD	MAXIMUM HOLDING TIME	ANALYTICAL METHOD	PRACTICAL QUANTIFICATION LIMIT
pH	P-0005, P-0027, P-0062, P-0379	P, G	NA	Immediate	Field Measurement	0.1 standard unit
Specific Conductance	P-0005, P-0027, P-0062, P-0379	P, G	NA	Immediate	Field Measurement	1 micromhos/centimeter
Temperature	P-0005, P-0027, P-0062, P-0379	P, G	NA	Immediate	Field Measurement	0.1 degrees Celsius
Total Dissolved Solids	P-0005, P-0027, P-0062, P-0379	P, G	Cool to 4°C	7 days	2540 (SM), 160.1 (MCA)	10 parts per million
Alkalinity	P-0005, P-0027, P-0062, P-0379	P, G	Cool to 4°C	14 days	2320B (SM), 310.1 (MCA)	2 parts per million
Sulfates	P-0005, P-0027, P-0062, P-0379	P, G	Cool to 4°C	28 days	4500 (SM), 300.0 (MCA)	1 parts per million
Chlorides	P-0005, P-0027, P-0062, P-0379	P, G	Cool to 4°C	28 days	4500 (SM), 300.0 (MCA)	1 parts per million
Calcium	P-0005, P-0027, P-0062, P-0379	P, G	HNO ₃ to pH < 2	6 months	3500 (SM), 200.7 (MCA), 6010 (SW-846)	80 micrograms/Liter
Copper	P-0005, P-0027, P-0062, P-0379	P, G	HNO ₃ to pH < 2	6 months	3500 (SM), 200.7 (MCA), 6010 (SW-846)	5 micrograms/Liter
Iron	P-0005, P-0027, P-0062, P-0379	P, G	HNO ₃ to pH < 2	6 months	3500 (SM), 200.7 (MCA), 6010 (SW-846)	10 micrograms/Liter

Abbreviations:

P-0005 = Unit 2 Metal Cleaning Waste Pond, Bottom Ash Pond, Fly Ash Pond
 P-0027 = Unit 1 Metal Cleaning Waste Pond
 P-0062 = Coal Sedimentation Pond
 P-0379 = Ash Management Area
 P, G = plastic or glass
 SM = Standard Methods for the Examination of Water and Wastewater
 MCA = Methods for Chemical Analysis of Water and Wastes, EPA-600/4-79-020
 SW-846 = Test Methods for Evaluating Solid Waste

EXHIBIT 3

GROUNDWATER SAMPLING DATA FORM

CLECO POWER LLC GROUNDWATER SAMPLING LOG

Client Name:	Cleco Power LLC	Site Name:	Rodemacher Power Station
Well Name:		Location:	Boyce, LA

Notes:

PURGING DATA

Total Well Depth	Depth to Water	Well Diameter / Capacity	Height of Water Column
(Total Depth - Depth to Water) x Well Capacity = 1 Well Volume =			3 Well Volumes =
Top of Casing Elevation	Depth to Water	Water Elevation	
(Well Elevation - Depth to Water) = Water Elevation			
Purge Initiated	Purge Ended	Total Purged	

FIELD MEASUREMENTS

TIME				
VOLUME PURGED (GAL)				
CUMUL VOLUME PURGED (GAL)				
PURGE RATE (GPM)				
TEMPERATURE (Degrees C)				
SPECIFIC CONDUCTANCE (µmhos/S)				
pH (s.u.)				
APPEARANCE				
ODOR				

Weather:

SAMPLING DATA

SAMPLING DATE	SAMPLE TIME	SAMPLE METHOD
SAMPLE DEVICE	COMPOSITION OF DEVICE	
SAMPLED BY / AFFILIATION	LABORATORY ANALYSES BY	

PARAMETERS

ANALYSIS	FILTERED	QUANTITY	TYPE	SIZE	PRESERVATIVE

EXHIBIT 4
CHAIN-OF-CUSTODY FORM (SAMPLE)

BEST COPY OF THE NEXT 2 PAGES



SPL, Inc.

Analysis Request & Chain of Custody Record

SPL Workorder No.

167540

page 1 of 2

Requested Analysis

Client Name: EAGLE ENV SWS

Address: 18369 Ardmore Drive Baton Rouge LA 70809

Phone/Fax: 225/757-0870 225/757-8855

Client Contact: R. STRIMLING Email: rstrimling@eagleenv.com

Project Name/No: CLEO. Delet Hill Lower Station

Site Name: Delet Hills Lower Station

Site Location: MANAGED LP

Invoice To: R. STRIMLING EAGLE

DATE: 05/25/2006 TIME: 10:10

SAMPLE ID: 052406

FIELD NAME: 052406

DATE: 052406

TIME: 1030

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matrix bottle

size

pres.

1=HCl 2=HNO3

3=H2SO4 X=other

1=1 liter 4=4oz 40=vial

P=plastic A=amber glass

G=glass V=vial X=other

SL=sediment X=other

W=water S=soil

Oil

Number of Containers

Intact?

Ice?

Temp:

PM review (initial):

Special Detection Limits (specify):

2. Received by:

4. Received by:

6. Received by Laboratory:

Time

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SPL, Inc.

Analysis Request & Chain of Custody Record

SPL Workorder No.

167539

page 2 of 2

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APPENDIX M

CLOSURE PLAN

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

- J. Facility Closure.** Standards governing facility closure are contained in LAC 33:VII.711.E (Type I and II landfills), LAC 33:VII.713.E (Type I and II surface impoundments), LAC 33:VII.715.E (Type I and II landfarms), LAC 33:VII.717.I (Type I-A and II-A facilities), LAC 33:VII.721.D (construction and demolition debris and woodwaste landfills), LAC 33:VII.723.D (Type III composting facilities), and LAC 33:VII.725.D (Type III separation facilities)

1. The closure plan for all facilities must include the following:

a. the date of final closure;

It is anticipated that Cleco site operations will continue into the foreseeable future, the life of the facilities is estimated for this closure plan to be at least 15 years.

If the quantity of sludge generated in the Unit 2 Metal Cleaning Waste Pond interferes with the required operating depth and freeboard level, then the sludge will be excavated and placed in the Fly Ash Pond (P-0005). This measure will ensure that the surface impoundment will be able to operate for the entire life span. Therefore, the estimated date of proposed closure of the solid waste facilities is 2020.

At least 90 days prior to the initiation of closure procedures, Cleco will notify the Louisiana Department of Environmental Quality (LDEQ) in writing of the intent to close its solid waste surface impoundments. This notification will include the date of planned closure; changes, if any, requested in the approved closure plan; and the closure schedule and estimated cost.

Prior to and during closure operations, the run-off diversion system will be maintained and modified where necessary to prevent overflow of the facilities to adjoining areas, as required by LAC 33:VII.713.E.2.b. As required by LAC 33:VII.711.E.3.c, the facilities will be closed in a manner that minimizes the need for further maintenance and minimizes the post-closure release of constituents to groundwater or surface waters to the extent necessary to protect human health and the environment. Quality-control procedures will be developed and implemented to ensure that the final cover is designed, constructed, and installed properly.

b. the method to be used and steps necessary for closing the facility; and

The method of closure for the Unit 2 Metal Cleaning Waste Pond is clean closure, and for the Bottom Ash Pond and Fly Ash Pond is on-site closure. The methods are described below.

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

Unit 2 Metal Cleaning Waste Pond

The following procedure is the planned course of action to close the facility:

- 1) Portable pumps will be used to transfer residual wastewater from the Unit 2 Metal Cleaning Waste Pond.
- 2) After the free liquids are removed from the facility, the liquids in the Unit 2 Metal Cleaning Waste Pond will be discharged through Outfalls 601 or 111 of LPDES Permit No. LA0008063.
- 3) Cleco intends to remove all solid waste and contaminated soil within the Unit 2 Metal Cleaning Waste Pond to obtain a clean closure. As part of the clean closure, the site will be graded to the original ground elevation and will be seeded and fertilized to allow for vegetative growth to prevent erosion. The solid material or sediment will be excavated and then placed in the Fly Ash Pond. The sludges in the ponds are distinguishable by color, and a visual inspection will determine when all the sediment is removed. The excavated area will then be regraded, seeded, and fertilized to prevent erosion. After clean closure, the facility will no longer be a waste disposal facility.
- 4) The excavated areas of the surface impoundment will be divided into sections based on sampling protocol in the most recent version of SW-846 and a sample from each section will be analyzed and compared to the background soil sample to determine if any contamination exists. Background soil samples will be taken at a site on the facility that has not been impacted by facility operations. If the results of the soil sample in the excavated area are approximately equal to or less than the background value for copper, then it will be assumed that all solid waste has been removed.
- 5) If any of the confirmatory analyses indicate that the indicator parameter is significantly higher than the background values, then further excavation and sampling in the area(s) with the high values (hot spots) may be required. This procedure will continue until the analytical results are reasonably comparable to the confirmatory values.
- 6) After confirmatory analytical results indicate that the former surface impoundment is clean, the LDEQ will be notified of completion of all elements of the closure operation and a final inspection will be requested.
- 7) The groundwater monitoring wells installed to detect leakage from the facilities will be plugged and abandoned in accordance with applicable requirements of the "Construction of Geotechnical Boreholes and Groundwater Monitoring Systems Handbook," December 2000, developed by the LDEQ and Louisiana Department of Transportation and Development or most recent version.
- 8) Following the clean closure notification, the levees of the surface impoundment will be leveled to original grade then seeded with a suitable grass species and fertilized to control erosion.
- 9) Equipment associated with the facility will be cleaned and salvaged for

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

reuse.

A Quality Assurance/Quality Control (QA/QC) Procedure has been established to minimize potential sources of contamination during the sampling of the underlying soil at the facility and includes the following key elements:

- The sampling equipment will be thoroughly cleaned before sampling and between sampling locations with biodegradable soap and a stiff bottle brush, as needed, followed by rinsing with distilled water.
- Field sampling personnel will wear plastic disposable gloves at all times during sampling and will change gloves between collecting each sample to minimize the potential for cross-contamination.
- Field sampling personnel will complete a Daily Field Log on each day of the sampling operation for documentation purposes of events that may effect the quality of the analytical results. Items to be included on the daily log include description of daily activities, weather conditions, changes in sampling procedure, and other pertinent information.
- Soil samples will be placed in pre-cleaned glass jars.
- Sample containers will be labeled with a unique sample identification number, date, sampler's initials, and parameters for analyses.
- Standard chain-of-custody forms will accompany all samples to a licensed qualified analytical lab. A general practice of minimal transfers of sample bottles and recordkeeping will provide adequate chain-of-custody control.
- The field personnel are responsible for the custody and care of collected samples until the containers have been transferred to the laboratory. The field sampler and laboratory custodian will sign the Chain-of-Custody form. The field sampler retains a copy of the form and the laboratory will keep the original form.
- Sampling holding times will be minimized and shall not exceed those listed in EPA SW-846.
- Analytical procedures will be in accordance with EPA SW-846.

Bottom Ash Pond and Fly Ash Pond

The methodology to close Cleco's Bottom Ash Pond and Fly Ash Pond solid waste facilities will be on-site closure as follows:

1. All effluent into the facilities will be discontinued and the units will be dewatered. The liquids in the Bottom Ash Pond will be discharged through Outfall 401 and liquids from the Fly Ash Pond will be discharged through Outfall 401 of LPDES Permit No. LA0008063.
2. Each facility will be backfilled and compacted in lifts not to exceed one foot per lift. The fill will be installed in layers and compacted after installation of each layer. The material will be sloped for effective drainage.
3. Each facility will be capped with a final cover. An estimate of the largest

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

area requiring a final cover is approximately 66 acres. The total area requiring final cover will be approximately 66 acres with the Bottom Ash Pond at approximately 36 acres and the Fly Ash Pond at approximately 30 acres. The final cover will be at least 24 inches of recompact clay with a permeability of less than 1×10^{-7} centimeters per second (cm/sec) or at least as impermeable as the liner system of the impoundment. The final cover will be installed in layers and compacted after installation of each layer. Additional necessary material will be installed and compacted to create at least a 24-inch-thick final cover. The side slopes will be no steeper than 3(H):1(V) and the top of the final cap will be at minimum a four percent slope.

4. On top of the final cover, at least 6 inches of topsoil will be installed to support vegetative growth and prevent erosion.
5. An LDEQ inspection will be requested.
6. After approval from LDEQ, suitable species of grass will be planted as ground cover to prevent erosion and return the facility location to a more natural appearance.
7. A closure document will be filed with the official parish record keeper indicating the location and use of the property for solid waste disposal. A copy of the example document is included as Exhibit 1.

It should be noted that the sequence of these events may be altered during implementation, with LDEQ approval because of unforeseen circumstances.

- c. **the estimated cost of closure of the facility, based on the cost of hiring a third party to close the facility at the point in the facility's operating life when the extent and manner of its operation would make closure the most expensive.**

The estimated closure costs are included below.

Unit 2 Metal Cleaning Waste Pond

The estimated cost of closure of the Unit 2 Metal Cleaning Waste Pond in 2005 dollars is \$74,000 as detailed in the following table.

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

OPERATION	CALCULATION	ESTIMATED COST*
Mobilization/Demobilization	Lump sum	\$20,000
Dewater surface impoundment	Approx. 100,000 gallons, pumped at rate of 3,000 gpd, \$650 per day per pump	\$21,500
Apply remaining sludges to Fly Ash Pond	Approx. 1,000 yd ³ @ \$6.00/yd	\$6,000
Sampling and Testing	\$16,500	\$16,500
Certification Package	\$5,000	\$5,000
Regrade/Level	50 hours @ \$100.00/hour	\$5,000
TOTAL		\$74,000

* = In 2005 dollars.

Bottom Ash Pond and Fly Ash Pond

Cleco estimates that the cost of closing the solid waste facilities for Permit No. P-0005 for the Bottom Ash Pond and the Fly Ash Pond will be \$2,959,000. A breakdown is provided below.

OPERATION	CALCULATION	ESTIMATED COST*
Mobilization/Demobilization	Lump sum	\$25,000
Dewater surface impoundments	Approx. 30,000 gallons, pumped at rate of 3,000 gpd, \$650 per day per pump	\$6,500
Backfill impoundments	Approx. 10,000 yd ³ at \$9.50 per yd ³ (\$6.50 per yd ³ material, \$3.00 per yd ³ labor)	\$95,000
Install final cover	Approx. 213,000 yd ³ at \$11.00 per yd ³ (\$8.00 per yd ³ material, \$3.00 per yd ³ labor)	\$2,343,000
Install topsoil	Approx. 55,000 yd ³ at \$6.50 per yd ³ (\$3.25 per yd ³ material, \$3.25 per yd ³ labor)	\$357,500
Install ground cover	Approx. 66 acres at \$2,000 per acre	\$132,000
TOTAL		\$2,959,000

* = In 2005 dollars.

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

This estimate is based on the cost of hiring a third party to close the facilities at the point in the facilities' operating life when the extent and manner of their operation would make closure the most expensive. The Closure Cost Estimate will be updated annually or as required by the regulations.

Cleco will notify the administrative authority within 15 days of any adjusted cost estimate in the event a change in closure plans occurs, and within 30 days after each anniversary of the date on which the first cost estimate was prepared on the basis of the *Consumer Price Index Inflation Calculator* or a re-estimation of the closure and post-closure costs in accordance with LAC 33:VII.727.A.2.b.i and ii. Cleco will revise the cost estimate whenever a change in the closure/post-closure plans increases or decreases the cost of the closure plan.

2. The closure plan for Type I and II landfills and surface impoundments must include:

a. a description of the final cover and the methods and procedures used to install the cover;

Cleco intends to remove all solid waste and contaminated soil within the Unit 2 Metal Cleaning Waste Pond to obtain a clean closure. As part of the clean closure, the site will be graded to the original ground elevation and an added layer of soil will be seeded and fertilized to allow for vegetative growth to prevent erosion.

The Bottom Ash Pond and Fly Ash Pond will be closed on-site. The description of the final cover and the methods and procedures used to install the cover are included in the response to LAC 521.J.1.b.

b. an estimate of the largest area of the facility ever requiring a final cover at any time during the active life;

The estimate of the largest area of the facility requiring a final cover are as follows:

Unit 2 Metal Cleaning Waste Pond	estimated 2.52 acres
Bottom Ash Pond	estimated 36 acres
Fly Ash Pond	estimated 30 acres

c. an estimate of the maximum inventory of solid waste ever on-site over the active life of the facility; and

The maximum volumes of solid waste within the facilities are as follows:

Unit 2 Metal Cleaning Waste Pond	estimated 35,000 cubic yards.
Bottom Ash Pond	estimated 740 acre-feet
Fly Ash Pond	estimated 1,560 acre-feet

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

- d. a schedule for completing all activities necessary for closure.

The closure schedules for the facilities is included below.

Unit 2 Metal Cleaning Waste Pond

The Closure Schedule below lists the activities necessary to complete closure and the estimated amount of time required to complete these tasks.

OPERATION	LENGTH (days)	ACCUMULATED TIME (days)
Set Up and Mobilize	2	2
Dewater Pond	20	22
Remove/Apply Sludges to Fly Ash Pond	20	42
Sampling Event	7	49
Submit Samples to Laboratory for Analysis	28	77
Review Analytical Data	3	80
Submit Confirmatory Results to LDEQ Obtain Clean Closure Approval from LDEQ	28	108
Abandon Monitoring Wells	5	113
Grade to Original Ground Level	50	163
Seed and Fertilize	14	177
Clean Up and Demobilize	7	184

As previously stated, it is anticipated that the surface impoundments will continue to operate until at least 2020. Prior to closure, LDEQ will be notified in writing at least 90 days prior to the anticipated start of closure.

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

Bottom Ash Pond and Fly Ash Pond

The Closure Schedule for completing all activities necessary for closure of the Bottom Ash Pond and the Fly Ash Pond are included below.

OPERATION	ESTIMATED DURATION (DAYS)	ACCUMULATED DURATION (DAYS)
Dewater solid waste facilities	35	35
Solidify remaining sludges	49	84
Clean and Salvage Equipment	14	98
Backfill impoundments	112	210
Install final cover	150	360
Obtain approval from LDEQ	28	388
Install ground cover	21	409
Cleanup and Demobilization	7	416
File closure document	21	437

3. The closure plan for all Type I and II facilities and Type III woodwaste and construction/demolition debris facilities shall include the following:

a. the sequence of final closure of each unit of the facility, as applicable;

The sequence of final closure of each unit of each facility is listed in the response given for LAC 33:VII.521.J.2.d.

b. a drawing showing final contours of the facility; and

As a result of clean closure, the Unit 2 Metal Cleaning Waste Pond site will be returned to its original condition and contours. The Area Master Plan depicts the contours for the Cleco RPS site.

The Bottom Ash Pond and Fly Ash Pond will undergo on-site closure.

c. a copy of the document that will be filed upon closure of the facility with the official parish recordkeeper indicating the location and use of the property for solid waste disposal, unless the closure plan specifies a clean closure.

Cleco's closure plan provides for a clean closure for the Unit 2 Metal Cleaning Waste Pond, but if background constituent levels cannot be met, a request for an alternate closure will be made if it can demonstrate that removed material is below

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

the level based on indicator parameters in the soil. Cleco's closure plan for the Bottom Ash Pond and Fly Ash Pond is for on-site closure. If it can be shown that this level will be adequately protective of human health and the environment (including groundwater), then a request will be made that the LDEQ decrease or eliminate the post-closure period.

Within 90 days after such a closure is completed, a mortgage and conveyance records document will be entered to the parish for the property, a notation stating that solid waste remains at the site and providing the indicator levels obtained during closure (Exhibit 1).

Cleco understands that the LDEQ will release the closure fund to them upon determination that the facilities have completed closure in accordance with the approved plan.

- K. Facility Post-closure. Standards governing post-closure requirements are contained in LAC 33:VII.711.F (Type I and II landfills), LAC 33:VII.713.F (Type I and II surface impoundments), LAC 33:VII.715.F (Type I and II landfarms), and LAC 33:VII.721.E (Type III construction and demolition debris and woodwaste landfills).**

Cleco acknowledges the regulations of this subsection.

For the Unit 2 Metal Cleaning Waste Pond, Cleco will not be governed by post-closure standards after a clean closure determination has been reached by the LDEQ, as stated in LAC 33:VII.713.E.3.b. Therefore, LAC 33:VII.521.K is not applicable.

For the Bottom Ash Pond and Fly Ash Pond, Cleco will be governed by post-closure standards per LAC 33:VII.521.K. The post-closure standards are listed below.

Maintaining the Integrity and Effectiveness of Final Cover

Maintaining the integrity and effectiveness of the final cover will be performed to prevent run-on and runoff from eroding or otherwise damaging the final cover. Once every two months, during the growing season, the area will be mowed to control excessive vegetative growth. Repairs will be made as necessary to correct the effects of settling, subsidence, erosion, or other events. Cleco estimates that these repairs will result in annual reseeding of approximately 10% of the area and that approximately 3% of the topsoil cover will erode annually, precipitating the need to replace that amount of topsoil. Annual reports on the integrity of the final cover will be provided to LDEQ.

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

Maintaining and Monitoring the Groundwater Monitoring System

The groundwater monitoring system will be maintained and required monitoring will be performed for the duration of the post-closure care period for the facilities. Details of Cleco's groundwater monitoring program are contained in the *Groundwater Sampling and Analysis Plan*.

Following the end of the post-closure care period, upon approval from the LDEQ, the groundwater monitoring system will be abandoned in accordance with LAC 70:XII and applicable portions of "Construction of Geotechnical Boreholes and Groundwater Monitoring Systems Handbook" prepared by LDEQ and the Louisiana Department of Transportation and Development (LDOTD), December 2000 or most recent update.

Post-Closure Care Cost Estimate

Cleco estimates that the cost of conducting post-closure care for Permit No. P-0005 for the Bottom Ash Pond and Fly Ash Pond will be \$1,346,000. A breakdown is provided below.

OPERATION	CALCULATION	ESTIMATED COST*
Mowing	\$2,000 per event, 4 events per year, 30 years	\$240,000
Reseeding and fertilizing	Approx. 10 acres per year at \$1,500 per acre, 30 years	\$450,000
Topsoil restoration	Approx. 2,000 yd ³ per year at \$5.00 per yd ³ (\$2.50 per yd ³ material, \$2.50 per yd ³ labor), 30 years	\$300,000
Groundwater monitoring	\$3,500 per event for 16 wells, 2 events per year, 30 years	\$300,000
Abandoning groundwater monitoring system	16 wells, \$3,500 per well	\$56,000
TOTAL		\$1,346,000

* In 2005 dollars.

This estimate is based on the cost of hiring a third party to conduct post-closure activities.

EXHIBIT 1

CLOSURE DOCUMENT TO BE FILED IN PARISH RECORDS

**Closure Plan for
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and Bottom Ash Pond
Cleco Power, LLC
Rodemacher Power Station**

Final Closure Document

**Cleco Power, LLC
Rodemacher Power Station**

**Permit No. P-0005
Unit 2 Metal Cleaning Waste Pond, Fly Ash Pond, and
Bottom Ash Pond**

Cleco Power, LLC hereby notifies the public that the following described property was used for the disposal of solid waste. This site was closed on _____ in accordance with the Louisiana Administrative Code, Title 33, Part VII. Inquiries regarding the contents of the Cleco Power, LLC Rodemacher Power Station may be directed to _____ at _____.

Approximately 66 acres located in Sections 24, 25, 38, 80, & 81, Township 5 North, Range 4 West in Rapides Parish, Louisiana.

Signature of Person Filing Parish Record

Typed Name and Title of Person Filing Parish Record

Date

APPENDIX N

FINANCIAL ASSURANCE AND ANNUAL REPORT

Jun. 30. 2005 9:34AM CLECO PGO 6 FAX

No. 6339 P. 1

Cleco Power LLC

A subsidiary of Cleco Corporation
PO Box 5000
Pineville, LA 71361-5000
www.cleco.com

March 30, 2005

Office of the Secretary
Louisiana Department of Environmental Quality
P. O. Box 4312
Baton Rouge, LA 70821-4312

SUBJECT: Demonstration of Financial Responsibility Fiscal Year 2004

Gentlemen:

I am the chief financial officer of Cleco Power LLC (Cleco Power), 2030 Donahue Ferry Road, Pineville, Louisiana 71360. This letter is in support of this firm's use of the financial test to demonstrate financial responsibility for liability coverage and closure and post-closure care, as specified in LAC 33:VII.727.A.1 and A.2.

The firm identified above is the permit holder of the following solid waste facilities, whether in Louisiana or not, for which liability coverage is being demonstrated through the financial test specified in LAC 33:VII.727.A.1. The amount of annual aggregate liability coverage covered by the test is shown for each facility:

Dolet Hills Power Station, Site Identification Number GD-031-1551; \$1,000,000

Surge and Auxiliary Surge Ponds	P-0038
Metal Cleaning Waste Pond	P-0039
Bottom Ash Disposal Pond	P-0037
Plant Discharge Collection Pond	P-0040
Lignite Pile Runoff Pond	P-0041
Fly Ash/Scrubber Sludge Landfill and Surface Impoundment	P-0064

06/30/2005 09:55AM

Jun.30. 2005 9:35AM CLECO PGO 6 FAX

No.6339 P. 2

Rodemacher Power Station, Site Identification Number GD-079-0390; \$1,000,000

Coal Sedimentation Pond	P-0062
Unit 2 Boiler Waste Cleaning Pond	P-005
Bottom Ash Pond	P-005
Fly Ash Pond	P-005
Metal Cleaning Waste Pond	P-0027

The firm identified above is the permit holder of the following solid waste facilities, whether in Louisiana or not, for which financial assurance for closure and post-closure is demonstrated through a financial test similar to that specified in LAC 33:VII.727.A.2 or other forms of self-insurance. The current closure and post-closure cost estimates covered by the test are shown for each facility:

Dolet Hills Power Station, Site Identification Number GD-031-1551

Facility Name	Closure Cost	Post-Closure Cost
Surge and Auxiliary Surge Ponds	\$ 179,762	\$ -0-
Metal Cleaning Waste Pond	\$ 179,672	\$ -0-
Bottom Ash Disposal Pond	\$1,626,260	\$215,715
Plant Discharge Collection Pond	\$ 143,809	\$ -0-
Lignite Pile Runoff Pond	\$ 74,302	\$ -0-
Fly Ash/Scrubber Sludge Landfill and Impoundment	\$1,381,422	\$179,762

Rodemacher Power Station, Site Identification Number GD-079-0390

Facility Name	Closure Cost	Post-Closure Cost
Coal Sedimentation Pond	\$ 239,684	\$ -0-
Unit 2 Boiler Cleaning Waste Pond	\$ 107,859	\$ -0-
Bottom Ash Pond	\$1,006,675	\$107,859
Fly Ash Pond	\$2,756,373	\$151,002
Unit 1 Metal Cleaning Waste Pond	\$ 29,959	\$ -0-

This firm guarantees through a corporate guarantee similar to that specified in LAC 33:VII.727.A.1 and 2, liability coverage, closure and post-closure care of the following solid waste facilities, whether in Louisiana or not, of which Cleco Power is a subsidiary of this firm. The amount of annual liability coverage covered by this guarantee for each facility and/or the current cost estimates for the closure and/or post-closure care so guaranteed is shown for each facility:

NONE

06/30/2005 09:55AM

Jun-30, 2005 9:35AM CLECO PGO 6 FAX

No.6339 P. 3

This firm is the owner or operator of the following solid waste facilities, whether in Louisiana or not, for which financial assurance for liability coverage, closure and/or post-closure care is not demonstrated either to the U. S. Environmental Protection Agency or to a State through a financial test or any other financial assurance mechanism similar to those specified in LAC 33:VII.727.A.1 and /or 2. The current closure and/or post-closure cost estimates not covered by such financial assurance are shown for each facility:

NONE

This firm is required to file a Form 10K with the Securities and Exchange Commission (SEC) for the latest fiscal year.

The fiscal year of this firm ends on December 31. The figures for the following items marked with an asterisk are derived from this firm's independently audited, year-end financial statements for the latest completed year, ended December 31, 2003.

1.	Sum of current closure and post-closure cost estimates:	\$ 8,380,201
2.	Amount of annual aggregate liability coverage to be demonstrated:	\$ 2,000,000
3.	Sum of lines 1 and 2:	\$ 10,380,201
4.	Current bond rating of most recent issuance and name of rating service:**	Moody A ₃ S&P BBB+
5.	Date of issuance of bond:	March 15, 1990
6.	Date of maturity of bond:**	March 15, 2005

**Both Moody's Investor Services and Standard & Poors continue to provide a secured debt rating on this firm even though no bonds have recently been issued. The ratings shown above are the ratings currently in effect.

Jun.30. 2005 9:35AM CLECO PGO 6 FAX

No.6339 P. 4

7. Tangible net worth (If any portion of the closure and/or post closure cost estimates is included in the "total liabilities" in your firm's financial statements, you may add that portion to this line) \$ 439,695,000

8. Total assets in the U.S. (required only if less than 90% of assets are located in the U.S.):

NOT APPLICABLE

	<u>YES</u>	<u>NO</u>
9. Is line 7 at least \$10 million?	X	
10. Is line 7 at least 6 times line 3?	X	
11. Are at least 90% of assets located in the U.S.? If not, complete line 12.	X	
12. Is line 8 at least 6 times line 3?	N/A	

I hereby certify that the wording of this letter is identical to the wording specified in LAC 33:VII.727.A.2.i.iv.(e).

Yours very truly,

CLECO POWER LLC

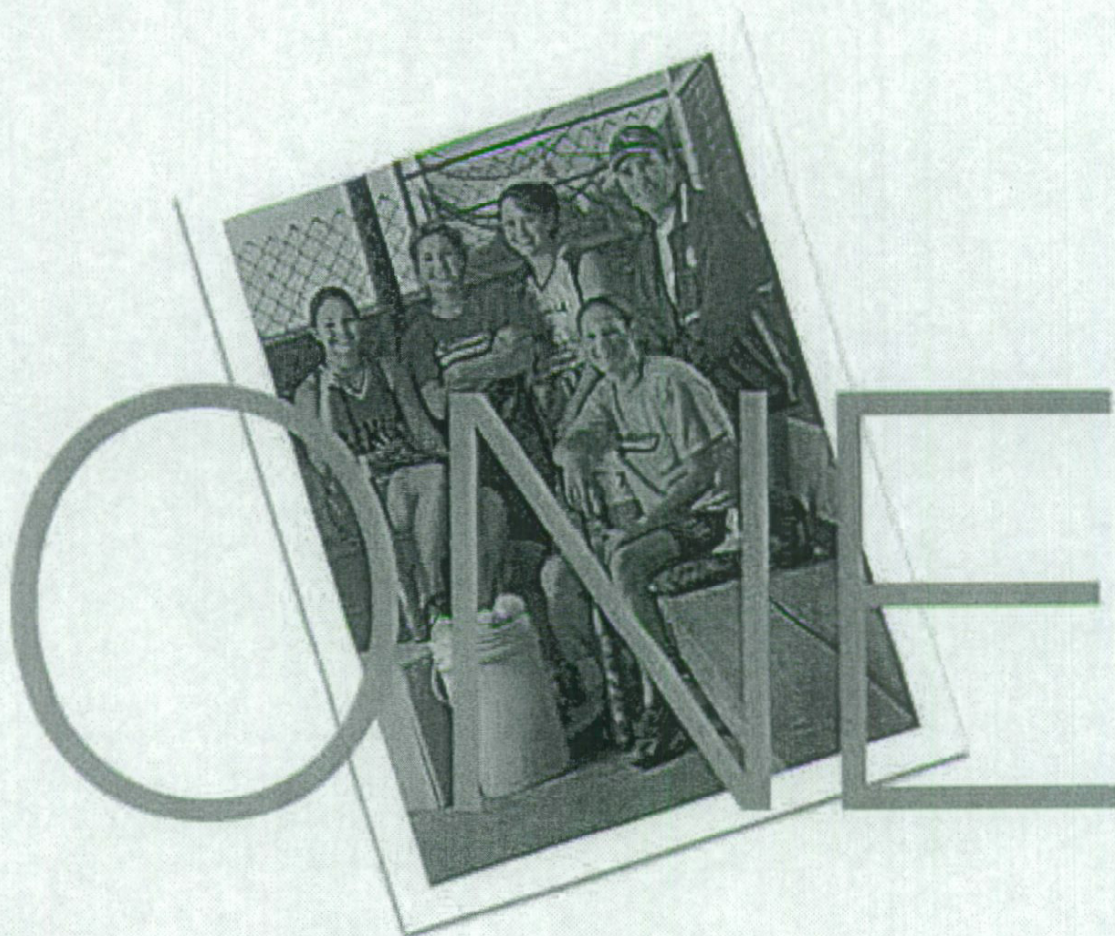
BY: Dilek Samil
Dilek Samil
Sr. Vice President & Chief Financial Officer

Date: 3-30-2005

cc: Mr. Doug Beck - PricewaterhouseCoopers LLP

06/30/2005 09:55AM

Cleco Corporation
2005 Summary Review



Memorable Year

Last year was memorable for one obvious reason: the devastation wrought by hurricanes Katrina and Rita on Louisiana and the Gulf Coast. Just as unforgettable were the efforts of tens of thousands of volunteers who came from across the nation to help our local officials start rebuilding their communities.

These deadly storms left significant numbers of our customers without power for days on end and posed a challenge for our employees as they worked to repair heavily damaged transmission and distribution systems. Their efforts exceeded all expectations. It earned Cleco another national award for storm restoration work. Gulf Coast residents are still feeling the effects of Katrina and Rita, but we're quickly getting back on our feet.

Not to be overlooked is the progress Cleco made during 2005 toward achieving key objectives, such as securing a reliable, stable-priced source of power for our customers, continuing our highly active role in economic development throughout our service territory, and positioning

ABOUT THE COVER

The year 2005 was made memorable by a thousand small stories that left an indelible impression on everyone affected by the year's storms. For example, Alexandria Senior High softball coach Mark Rosier (far right) and leaders of Alexandria Dixie Girls Softball saw a need to help hurricane victims. Within seven days, they organized a 28-team tournament that raised \$3,200 for storm victims. Athletes from across central Louisiana donated their time, including (from left) Jill Paulk of Pineville, Hillary LaCroix of Alexandria, Amy Phillips of Woodworth, and Patricia Whitstine of Alexandria.

our company as a leader in customer satisfaction and service reliability. Indeed, perhaps our most notable achievement in 2005 was being able to devote extraordinary resources to hurricane recovery while executing our long-term strategies.

It is more important than ever that we continue to focus on building lasting value for our customers and our shareholders. The following pages offer some examples of our initiatives and how they helped make 2005 one very memorable year.



Relentless Focus

Building a reliable, environmentally sound power source for Louisiana is at the heart of our strategy to meet customers' long-term needs for affordable electricity. The planned \$1 billion investment in a 600-megawatt solid-fuel unit at our Rodemacher Power Station will diversify our fuel mix and enable us to cut customers' costs. It will help ambitious Louisiana entrepreneurs such as Allen and Marie Davis, owners of New Iberia's Taste N Sea restaurant, expand their business and create jobs. "We have the same goal as Cleco," Allen said. "We want to give customers the best service possible at an affordable price. It's how you build a lasting business." And it's why Cleco sees the new Rodemacher unit as the foundation for our company's long-term growth. Our plans call for the unit, which will incorporate the fuel flexibility of circulating fluidized-bed technology, to be under construction in the spring of 2006 and operational in late 2009.



Vision for Louisiana

Developing a strong, diverse economy for Louisiana is a priority. It's not without challenges, but Cleco is working to make that vision a reality across our service territory. Through long-standing partnerships with public and private entities, we expect to continue building on our accomplishments. We've been a key player in persuading a number of businesses to expand and others to locate in our region. Perhaps the biggest achievement was helping bring Union Tank Car Co. and its 850 jobs to central Louisiana. In fact, an article in the May 2005 edition of *Site Selection* magazine listed the Union Tank Car plant as one of the top 10 economic development deals in the nation for 2004. The same magazine followed up that article in September 2005 by ranking Cleco one of the top 10 utilities in the country because of our 2004 success in attracting total investment and new jobs on a per capita basis. With the economic development and industrial marketing work we've done over the last two years, we will have added roughly 55 megawatts of new load to our system by 2007. Economic development obviously expands our business, but it means more than that to us. It's part of our commitment to the communities we serve.



Customer at a Time

Our customers want and deserve excellent service and reliability. That's what we deliver — all day, every day. It comes down to building good relationships, knowing our customers' individual needs, and making sure we meet them. Reliability and superior power quality are crucial for the advanced biomedical research conducted at the Tulane National Primate Research Center in St. Tammany Parish, for example. By working together, we help ensure operations at the center continue uninterrupted. Providing outstanding service to residential customers such as the Robinson family of Pineville is just as important. It's why we're constantly working to improve our performance. The average duration of outages dropped by roughly 30 percent during 2005 — not counting the hurricanes — and again easily beat state standards. We also live up to our commitment to serve the needs of all of our customers. In 2005, we donated \$200,000 to community action agencies across our service territory to help customers struggling to meet the rising costs of energy and other necessities. We also gave more than \$425,000 to various local charities and organizations.






Unforgettable Month

Hurricanes Katrina and Rita were catastrophes that tested the resources of our company and the resolve of our employees. Just as we were close to wrapping up restoration work after the devastating blow Katrina dealt our service area north of New Orleans on Aug. 29, Rita struck Sept. 24, hitting every part of our service territory. The numbers tell the story: 29 days to restore power to 86,403 customers affected by Katrina; 14 days to restore lights to 136,584 customers affected by Rita; 378,622 calls to our call center; 6,022 poles replaced; 3,032 transformers replaced; 4,230 miles of distribution lines repaired or replaced; 612 miles of transmission line reenergized; 2,878 employees and contractors repaired damage from Katrina; 2,435 employees and contractors repaired damage from Rita; and \$300,000 was donated by the company— along with thousands more from employees and national and international donors — to create the Cleco EmPowers Fund for storm victims. Our employees once again showed their determination and dedication when faced with a challenge. As one person wrote in a note of thanks: "Our hats are off to Cleco and crews for a monumental job well done."

ONE



of the Nation's Best

Cleco's customer satisfaction ranked among the best in the country, according to a 2005 national survey of residential customers. It's the third year in a row we finished among the top investor-owned utilities. You don't achieve results like that without extraordinary employees such as Nate Wilson, lead line mechanic in the Slidell area. In addition, during 2005 the nation's retail chains named Cleco among the utilities that offer the best overall customer service. Our own research backs up the honors. The number of very satisfied Cleco customers was 16 points higher for Cleco than for the average Louisiana utility. But we're not satisfied yet. Every employee is committed to building trust, to delivering on our promises, and to taking extra steps so we can better meet all of our customers' needs.

LETTER TO SHAREHOLDERS

Dear Shareholders,

For everyone in Louisiana, 2005 was indeed a memorable year. Facing unprecedented challenges posed by hurricanes Katrina and Rita, Louisiana residents and Cleco employees demonstrated an amazing resilience.

Hundreds of our employees joined outside contractors to create a team of thousands who worked nonstop over six weeks to restore power to more than 220,000 customers affected by the storms. It was the largest restoration effort in our company's history, and it earned Cleco national recognition. We received the Edison Electric Institute's (EEI) prestigious Emergency Response Award. This was the fourth straight year our peers honored us for storm response work.

It is wonderful to be recognized nationally, but we are even more proud to be honored locally. We were named business of the year by the St. Tammany West Chamber of Commerce. That honor was particularly meaningful, because it was given by our hardest-hit customers.



Michael H. Madison
President and
Chief Executive Officer
Cleco Corporation

LETTER TO SHAREHOLDERS

Even with the extraordinary events of 2005, we accomplished major objectives, tackled a variety of issues, and continued executing our strategy for long-term growth.

My pride in being part of this company increases each day, as does my confidence in the abilities of my co-workers to carry out our plans.

We begin 2006 with straightforward objectives.

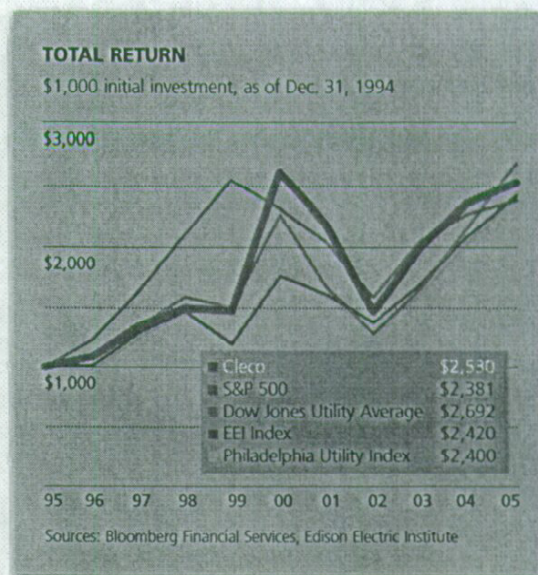
- Moving ahead with a \$1 billion investment in a new solid-fuel generating unit to diversify our fuel mix and provide customers with lower, more stable fuel costs
- Building on our superior customer service
- Expanding the utility through economic development
- Maintaining our financial strength

My belief in our ability to carry out our plans is firmly rooted in my appreciation of the expertise and leadership skills of our management team. It's been

almost a year since I took over as Cleco's president and chief executive officer, and I've had the good fortune to have Dilek Samil, our former chief financial officer, running our regulated utility and Kathleen Nolen, our former treasurer, serving as chief financial officer. Their experience and hard work, along with the talents of our entire work force, helped make this challenging year a success.

Among 2005 events, we:

- Earned \$3.53 per diluted share, \$1.42 per share excluding the earnings from the Perryville transactions explained below.
- Completed the sale of both the Perryville plant and our claims in the related Mirant bankruptcy case, which, net of the project's losses since January 2004, contributed \$2.11 per diluted share toward 2005 earnings. If you'll recall, we posted impairment charges associated with Perryville of \$1.94 per share in 2003. We're proud of the value we were able to capture from Perryville given the obstacles we faced along the way.
- Improved financial strength by reducing debt \$395 million over the last three years, including project-related debt.
- Continued to offer solid, long-term value to shareholders. On a 10-year basis, our stock's total return performance is in line with the major utility indices and better than the Standard & Poor's 500. (See "Total Return" chart above.)
- Finished 2005 in the top quartile of all EEI companies for lowest rate of personal injuries and vehicle collisions. It was the sixth straight year our incident rate of Occupational Safety and Health Administration-recordable injuries put us in EEI's top quartile. Helping us reach that achievement were employees at our Teche Power Station and Patterson Work Center who completed an amazing 18 years and 17 years, respectively, without a lost-time injury. It's that kind of dedication to safety we're trying to instill across Cleco through our Target Zero program.
- Initiated efforts to limit the impact of the late December bankruptcy filing of Calpine Corp., our partner in the Acadia power plant. Calpine Energy Services, L.P.'s request in bankruptcy court to reject the Acadia tolling agreements is pending as this letter is being written; however, we are working to offset the effect of any such action. The partnership restructurings we put in place in 2003 and 2005 will help enhance Cleco's value in the plant assuming we must market its output.
- Worked to manage fuel costs in the face of record high natural gas prices. We relied heavily on our Dolet Hills Power Station and Rodemacher Power Station solid-fuel units. Their equivalent availability factor was a combined 87.39 percent in 2005, superior to industry standards. These plants consistently meet or beat industry availability benchmarks, which include many units that use higher grades of coal and have less complex environmental controls.



LETTER TO SHAREHOLDERS

Fuel Diversity

Even with the good performance of our solid-fuel plants, two-thirds or more of the electricity Cleco sells is produced from or directly tied to natural gas. Although the hurricanes contributed to a tremendous run-up in natural gas prices, it's clear that Cleco and Louisiana need to reduce a long-standing reliance on natural gas. We cannot allow our residential customers and Louisiana businesses to be so heavily dependent on a fuel with a price expected to remain high and volatile well into the future. We must increase our fuel diversity.

That's why we're moving ahead with plans to construct a 600-megawatt solid-fuel unit — among the cleanest units of its type in the nation — at our Rodemacher plant near Boyce, La. The proposed project is the result of a solicitation process overseen by an independent monitor and completed in consultation with the staff of the Louisiana Public Service Commission (LPSC). The project has earned support from a variety of community and political leaders.

Benefits for Louisiana

Our \$1 billion investment offers both a short- and long-term economic benefit for Louisiana. We've contracted with a subsidiary of Louisiana-based The Shaw Group to build the plant. And we expect 1,200 people to be employed at the peak of construction. That's in addition to the approximately 80 people we anticipate hiring to run the unit. But the key to the project is the expected future fuel savings our customers will realize. We believe the plant will lower our customers' costs, strengthen Cleco's competitive position, and provide a long-term platform for the growth of our company and our service area.

The unit's circulating fluidized-bed technology will give it the flexibility to burn a variety of fuels. But our primary fuel of interest is petroleum coke, or pet coke. A byproduct of the oil refining process, pet coke is produced in abundant quantities in Louisiana and the Gulf Coast region. We are exploring the possibility of barging pet coke along Louisiana's rivers, helping fulfill the economic promise of the Red River.

LPSC Approval

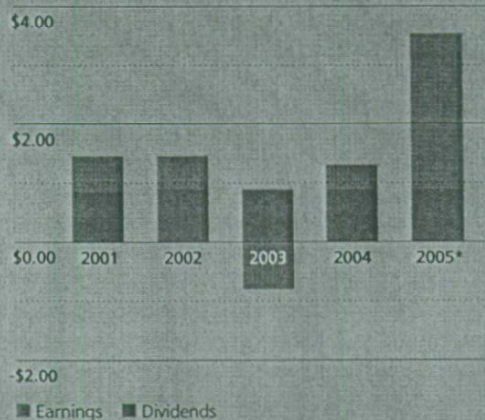
We have received final LPSC approval of our plan to build the unit, and we are working to wrap up outstanding issues so construction can start in April. The lack of opposition to our air permit application speaks to the effectiveness of the environmental controls in our design. We are proud of the progress we've made on the environmental front and proud of the affirmation by our regulators that our plan is what's best for customers.

We believe the LPSC's decision to allow us to recover an amount equal to approximately 75 percent of the carrying costs of funds used to build the unit is an example of the regulatory commitment to diversifying the state's fuel mix. And their approval of a plan allowing us to recover our storm restoration costs over a 10-year period shows their understanding of our financial needs while we build the unit.

In order to balance customer and shareholder interests, the LPSC staff proposed modifications to our rate plan in its recommendation for approval of the project and recovery of storm costs. Our maximum regulated rate of return on equity will be 12.25 percent through Sept. 30, 2006. From that point through the start of plant operations, currently expected to be in late 2009, the staff-proposed regulated return on equity will be set at 11.25 percent. After Oct. 1, 2006, the staff's plan creates a mechanism for us to return to customers 60 percent of earnings between 11.25 percent and 12.25 percent. Customers will receive all earnings above the 12.25 percent level. Although our rate plan will change, the proposal still provides a

EARNINGS AND DIVIDENDS

In dollars (per diluted share)



* Excluding the \$2.11 per share impact of the reconsolidation of Perryville, Cleco Corporation would have earned \$1.42 per share for 2005.

LETTER TO SHAREHOLDERS

2006 Top Goals

1. Start construction of \$1 billion solid-fuel unit.
2. Provide value to customers through superior reliability and customer service.
3. Expand the utility through economic development.
4. Maintain our investment-grade credit rating.
5. Continue our emphasis on safety.

2005 Top Accomplishments

1. Honored for superior performance recovering from hurricanes Katrina and Rita.
2. Completed sale of both the Perryville plant and Mirant bankruptcy claims.
3. Ranked among the nation's best in customer satisfaction and service.
4. Made progress toward increasing fuel diversity through plans for a new generating unit.
5. Strengthened financial condition.

competitive return. We expect the LPSC to take up the matter in the near future.

The expansion at our Rodemacher plant will be the biggest project in Cleco's history. It will require an extraordinary commitment of resources.

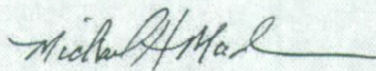
Although that investment is large, you can be certain our company will continue to fund prudent expenditures to improve the performance, safety, and reliability of our existing system. A good example is the Wells Substation. We joined with another utility to invest approximately \$20 million building a transmission substation to strengthen the reliability of the south Louisiana grid. Thanks to the work of our transmission group, the substation was completed well ahead of schedule, and its performance has exceeded all expectations.

Our employees exceed all expectations too. Their creativity and work ethic are unmatched. They thrive on challenges. The year's storms amplified those traits and provided many examples of our employees' kindness and commitment to helping the people we serve. Dozens of employees whose own homes were damaged by the storms set aside their problems to restore power to their communities. That created a sense of hope for friends and neighbors surrounded by destruction. It is a privilege to work with such people.

I also consider it an honor to have worked with David Eppler, who retired as president and CEO in mid-2005. David's energy and intelligence contributed greatly to Cleco's success during his 23 years with the company. In addition, I would like to give my thanks to Ray Nesbitt, who is leaving our board of directors at our annual meeting, having reached the mandatory retirement age of 72. His expertise has been invaluable to Cleco since he joined the board in 2001.

The wise guidance of our board and the hard work and dedication of our employees allow us to build on Cleco's long record of delivering value to our customers and shareholders.

Thank you for your continued investment and confidence in our future.



Michael H. Madison
President and Chief Executive Officer
Cleco Corporation

Feb. 28, 2006

CLECO CORPORATION

Financial Highlights

(DOLLARS IN THOUSANDS)	YEAR ENDING DEC. 31			5-YEAR
	2005 (1)	2004 (2)	2003 (3)	COMPOUND %CHANGE
Financial Data				
Total operating revenue, net	\$ 920,154	\$ 745,817	\$ 803,452	6.63 %
Operating income (loss)	\$ 111,734	\$ 101,138	\$ (11,547)	(5.23)%
Equity income from investees	\$ 218,441	\$ 47,250	\$ 31,391	—
Net income (loss) applicable to common stock	\$ 180,779	\$ 63,973	\$ (36,790)	23.43 %
Consolidated total assets	\$ 2,149,488	\$ 1,837,063	\$ 2,159,426	4.19 %
Capital expenditures	\$ 187,393	\$ 79,873	\$ 74,511	(2.31)%
Consolidated long-term debt as percentage of capitalization	46.33 %	44.54 %	64.40 %	(4.35)%
Shareholder Value				
Average shares of common stock outstanding, basic	49,486,790	47,371,319	46,820,058	1.94 %
Average shares of common stock outstanding, diluted	51,760,220	47,528,886	46,820,058	2.83 %
Earnings (loss) per share, basic	\$ 3.54	\$ 1.33	\$ (0.79)	21.09 %
Earnings (loss) per share, diluted	\$ 3.53	\$ 1.32	\$ (0.79)	21.02 %
Dividends paid per common share	\$ 0.900	\$ 0.900	\$ 0.900	1.27 %
Return on average common equity	29.4 %	12.5 %	(7.0)%	16.00 %
Book value per average common share	\$ 13.87	\$ 11.44	\$ 10.31	6.05 %
Market price at year-end	\$ 20.85	\$ 20.26	\$ 17.98	(5.30)%
Dividend yield at year-end	4.3 %	4.4 %	5.0 %	6.76 %

Consolidated Diluted Earnings (Loss) Per Share
Allocated to Subsidiaries

	YEAR ENDING DEC. 31		
	2005	2004	2003 (3)
Subsidiary			
Cleco Power LLC	\$ 1.15	\$ 1.08	\$ 1.22
Cleco Midstream Resources LLC	\$ 2.39	\$ 0.37	\$ (1.72)
Other (including Corporate)	\$ (0.01)	\$ (0.13)	\$ (0.18)
Consolidated earnings (loss) from continuing operations allocated to subsidiaries	\$ 3.53	\$ 1.32	\$ (0.68)
Discontinued operations	\$ —	\$ —	\$ (0.11)
Net earnings (loss) applicable to common stock	\$ 3.53	\$ 1.32	\$ (0.79)

(1) The deconsolidation of Perryville Energy Partners, LLC, and Perryville Energy Holdings LLC (PEH) from Cleco in connection with their bankruptcy filings affected Midstream's earnings for 2004 compared to 2003, since no income or loss associated with those subsidiaries was recognized in Midstream's consolidated financial statements subsequent to the bankruptcy filing on Jan. 28, 2004. An order confirming PEH's and Perryville's plan of reorganization became effective Oct. 11, 2005. As a result, Cleco recorded its investment in Perryville on the equity method of accounting and PEH's results from Jan. 28, 2004, to Oct. 11, 2005, were reconsolidated with Cleco. Perryville's revenue and expenses from Jan. 28, 2004, to Oct. 11, 2005, were netted and reported as equity income from investees on Cleco Corporation's Consolidated Statements of Operations. Perryville's assets and liabilities are represented by one line item corresponding to Cleco's investment in Perryville on Cleco Corporation's Consolidated Balance Sheets.

(2) Cleco deconsolidated Evangeline from its financial statements and began reporting its investment in Evangeline on the equity method of accounting. As a result, effective March 31, 2004, the assets and liabilities of Evangeline are no longer reported on Cleco Corporation's Consolidated Balance Sheets, but instead are represented by one line item corresponding to Cleco's equity investment in Evangeline. Effective April 1, 2004, Evangeline revenue and expenses are netted and reported as equity income from investees on Cleco Corporation's Consolidated Statements of Operations.

(3) 2003 results include asset-impairment charges associated with the Perryville project, which totaled \$91.0 million after-tax, or \$1.94 per share.

CLECO CORPORATION

Five-Year Selected Financial Data (Unaudited)

(THOUSANDS, EXCEPT SHARE, PER SHARE, PERCENTAGES, AND RATIOS)	2005	2004	2003	2002	2001
Operating revenue (excluding intercompany revenue)					
Cleco Power	\$ 911,971	\$ 727,449	\$ 705,079	\$ 593,781	\$ 622,722
Midstream	4,984	14,844	97,129	98,693	64,791
Other	3,199	3,524	1,244	57	113
Total	\$ 920,154	\$ 745,817	\$ 803,452	\$ 692,531	\$ 687,626
Total operating expenses (excluding fuel and power purchases)	\$ 233,838	\$ 223,259	\$ 418,287	\$ 234,431	\$ 221,022
Allowance for funds used during construction	\$ 1,446	\$ 2,478	\$ 1,928	\$ 2,116	\$ (409)
Federal and state income tax expense (benefit)	\$ 115,951	\$ 35,864	\$ (21,417)	\$ 39,665	\$ 39,170
Income (loss) from continuing operations before income taxes	\$ 298,929	\$ 101,983	\$ (51,185)	\$ 120,038	\$ 113,657
Net income (loss) applicable to common stock	\$ 180,779	\$ 63,973	\$ (36,790)	\$ 70,003	\$ 68,362
Basic earnings (loss) per share from continuing operations	\$ 3.54	\$ 1.33	\$ (0.68)	\$ 1.65	\$ 1.57
Basic earnings (loss) per share applicable to common stock	\$ 3.54	\$ 1.33	\$ (0.79)	\$ 1.47	\$ 1.47
Diluted earnings (loss) per share from continuing operations	\$ 3.53	\$ 1.32	\$ (0.68)	\$ 1.65	\$ 1.56
Diluted earnings (loss) per share applicable to common stock	\$ 3.53	\$ 1.32	\$ (0.79)	\$ 1.47	\$ 1.47
Return on average common equity	29.4 %	12.5 %	(7.0) %	13.3 %	14.3 %
Effective tax rate	38.8 %	35.2 %	41.8 %	33.0 %	34.5 %
Capital expenditures (adjustments of)					
Cleco Power	\$ 186,441	\$ 78,700	\$ 68,507	\$ 87,321	\$ 45,642
Midstream	13	(142)	4,843	98,064	136,284
Other (after allocation to Cleco Power and Midstream)	939	1,315	1,161	(1,260)	529
Total	\$ 187,393	\$ 79,873	\$ 74,511	\$ 184,125	\$ 182,455
Internal cash generation (% of capital expenditures)					
Cleco Power	67.0 %	100.0 %	100.0 %	100.0 %	100.0 %
Midstream	100.0 %	100.0 %	100.0 %	56.4 %	19.2 %
Other	100.0 %	100.0 %	100.0 %	100.0 %	100.0 %
Property, plant and equipment, net — Cleco Power					
Production	\$ 178,214	\$ 192,456	\$ 199,013	\$ 209,765	\$ 218,802
Transmission	\$ 257,385	\$ 250,473	\$ 248,003	\$ 243,986	\$ 236,009
Distribution	\$ 640,924	\$ 493,119	\$ 476,183	\$ 460,636	\$ 428,477
Other	\$ 104,012	\$ 115,147	\$ 105,506	\$ 98,693	\$ 93,661
Capitalization					
Common shareholders' equity	52.15 %	53.56 %	34.27 %	38.83 %	43.36 %
Preferred stock	1.52 %	1.90 %	1.33 %	1.21 %	1.41 %
Long-term debt	46.33 %	44.54 %	64.40 %	59.96 %	55.23 %
Common shareholders' equity	\$ 686,229	\$ 541,838	\$ 482,750	\$ 562,470	\$ 491,966
Preferred stock	\$ 20,034	\$ 19,226	\$ 18,717	\$ 17,508	\$ 15,988
Long-term debt	\$ 609,643	\$ 450,552	\$ 907,058	\$ 868,684	\$ 626,778
Short-term debt	\$ 40,000	\$ 160,000	\$ 205,705	\$ 360,701	\$ 210,398
Total consolidated debt	\$ 649,643	\$ 610,552	\$ 1,112,763	\$ 1,229,385	\$ 837,176
Equity investment in investees	\$ 317,762	\$ 314,284	\$ 264,073	\$ 272,991	\$ 226,427
Total assets	\$2,149,488	\$1,837,063	\$2,159,426	\$2,344,556	\$1,767,890
Total liabilities	\$1,443,225	\$1,275,999	\$1,657,958	\$1,764,578	\$1,301,549
Embedded cost of debt	6.49 %	7.29 %	7.15 %	6.67 %	8.08 %
Ratio of earnings to fixed charges (pre-tax)	6.31	2.95	0.43	2.65	2.77
Total return to shareholders	7.2 %	18.3 %	35.9 %	(32.9) %	(16.5) %
Average shares outstanding for year, basic	49,486,790	47,371,319	46,820,058	46,245,104	45,000,955
Average shares outstanding for year, diluted	51,760,220	47,528,886	46,820,058	46,292,058	47,763,713
Market price per share at year-end	\$ 20.85	\$ 20.26	\$ 17.98	\$ 14.00	\$ 21.97
Market capitalization at year-end	\$1,036,745	\$ 997,521	\$ 843,244	\$ 658,490	\$ 987,793
Price-earnings ratio at year-end	5.9	15.2	(22.8)	9.5	15.0
Market-to-book ratio at year-end	1.5	1.8	1.7	1.2	2.0
Book value per share at year-end	\$ 13.87	\$ 11.44	\$ 10.31	\$ 12.16	\$ 10.93
Cash dividends paid per common share	\$ 0.900	\$ 0.900	\$ 0.900	\$ 0.895	\$ 0.870
Dividend payout ratio	25.4 %	67.7 %	(113.9) %	61.2 %	59.2 %
Dividend yield at year-end	4.3 %	4.4 %	5.0 %	6.4 %	4.0 %

CLECO CORPORATION

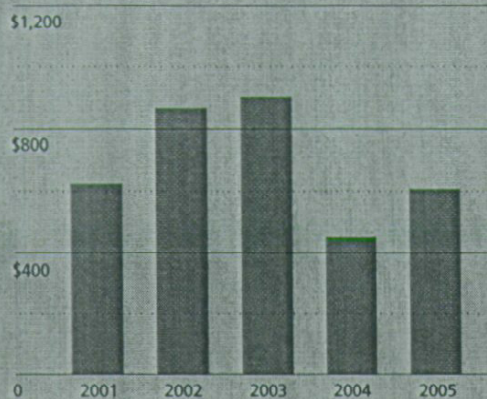
Five-Year Selected Operating Data (Unaudited)

(THOUSANDS, EXCEPT PERCENTAGES AND RATIOS)	2005	2004	2003	2002	2001
Nonfuel recovery revenue by customer class — Cleco Power					
Residential	\$154,928	\$153,607	\$149,755	\$148,544	\$140,547
Commercial	70,547	70,116	67,950	66,212	64,127
Industrial	54,966	54,978	55,098	55,033	52,578
Other	41,360	39,284	37,964	34,400	29,641
Unbilled	622	48	1,212	1,194	1,012
Total	\$322,423	\$318,033	\$311,979	\$305,383	\$287,905
Sales of electricity (millions of kilowatt-hours) — Cleco Power					
Residential	3,516	3,507	3,429	3,400	3,201
Commercial	1,838	1,854	1,781	1,722	1,655
Industrial	2,861	2,902	2,786	2,756	2,640
Other retail	610	597	595	593	581
Unbilled	18	(3)	39	30	34
Total retail	8,843	8,857	8,630	8,501	8,111
Sales for resale	552	1,057	1,066	715	398
Total retail and wholesale customer sales	9,395	9,914	9,696	9,216	8,509
Average retail customers by class — Cleco Power					
Residential	227,799	225,949	221,778	219,503	216,809
Commercial	32,161	31,937	31,429	30,477	29,749
Industrial	674	692	700	712	722
Other	6,401	6,272	6,210	6,153	6,113
Total	267,035	264,850	260,117	256,845	253,393
Average revenue per kWh sold — Cleco Power					
Residential	\$ 0.1009	\$ 0.0850	\$ 0.0815	\$ 0.0729	\$ 0.0814
Commercial	\$ 0.0952	\$ 0.0788	\$ 0.0760	\$ 0.0675	\$ 0.0764
Industrial	\$ 0.0722	\$ 0.0567	\$ 0.0541	\$ 0.0466	\$ 0.0553
Other, including unbilled	\$ 0.1171	\$ 0.0664	\$ 0.0649	\$ 0.0566	\$ 0.0583
Total composite	\$ 0.0931	\$ 0.0724	\$ 0.0697	\$ 0.0616	\$ 0.0696
Average annual kWh use per residential customer — Cleco Power					
	15,435	15,521	15,461	15,490	14,764
Average annual revenue per residential customer — Cleco Power					
	\$ 1,557	\$ 1,319	\$ 1,260	\$ 1,129	\$ 1,202
Degree-days — % change from normal:					
Heating	(17.2)%	(9.9)%	7.8 %	7.7 %	(4.8)%
Cooling	15.8 %	4.0 %	(2.3)%	4.0 %	(1.1)%
Capacity (MW)					
Cleco Power:					
Coal and lignite	482	482	482	482	482
Natural gas and oil	877	877	877	877	880
Firm capacity purchases	671	831	857	857	772
Midstream:					
Natural gas — 718-MW sold in 2005	1,355	2,073	2,073	2,061	848
Total	3,385	4,263	4,289	4,277	2,982
Peak demand (MW) — Cleco Power	2,014	1,940	1,990	1,937	1,850
Generation (MWh) — Cleco Power					
Net generation — system plants	5,284	4,820	5,044	5,405	5,536
Purchased power	5,028	5,592	5,134	4,482	3,739
Total energy supply	10,312	10,412	10,178	9,887	9,275
Cost of fuel per kWh	\$ 0.0588	\$ 0.0404	\$ 0.0375	\$ 0.0285	\$ 0.0358
Fuel Mix — Cleco Power					
Coal and lignite	33.9 %	31.6 %	31.9 %	32.6 %	33.0 %
Natural gas and oil	17.3 %	14.7 %	17.7 %	22.0 %	26.7 %
Purchased power	48.8 %	53.7 %	50.4 %	45.4 %	40.3 %
System annual load factor	57.2 %	60.0 %	58.2 %	59.5 %	57.2 %
System Average Interruption Duration Index (SAIDI) — Cleco Power					
(Average number of hours a customer's service is interrupted)	1.86	2.75	2.45	2.82	2.40
System Average Interruption Frequency Index (SAIFI) — Cleco Power					
(Average number of times a customer's service is interrupted)	1.86	2.02	1.94	2.09	1.82
Customer Satisfaction Percentage — Cleco Power	91 %	91 %	92 %	93 %	92 %
Number of employees	1,158	1,165	1,203	1,214	1,392

Financial Data (As of Dec. 31, 2005)

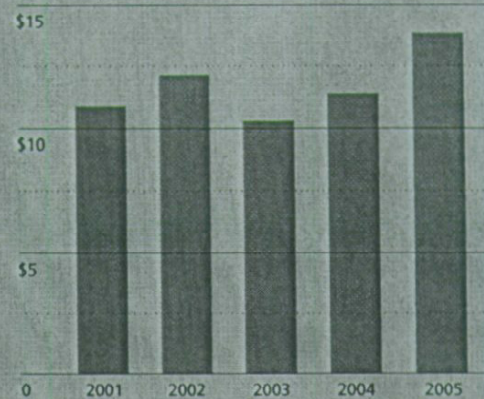
LONG-TERM DEBT

In millions of dollars



BOOK VALUE PER SHARE AT YEAR END

In dollars

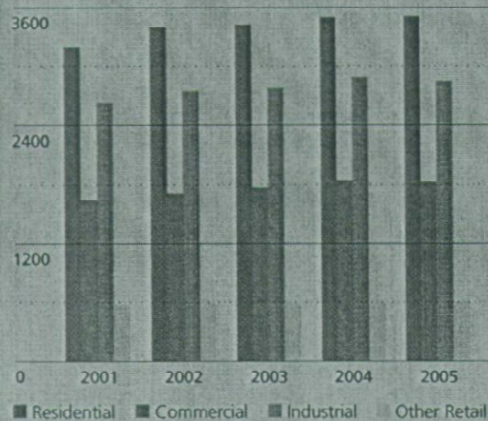


Operating Data (As of Dec. 31, 2005)

SALES OF ELECTRICITY

CLECO POWER

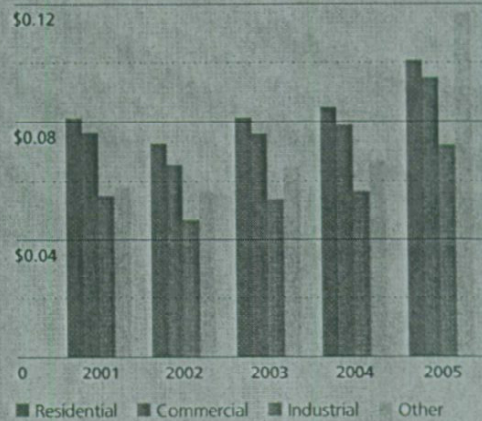
In millions of kilowatt hours



AVERAGE REVENUE PER KWH SOLD

CLECO POWER

In dollars



Company Profile

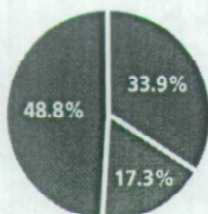
Cleco Corporation (NYSE: CNL), based in Pineville, La., is a regional energy services provider with two primary businesses: Cleco Power LLC, a regulated electric utility, and Cleco Midstream Resources LLC, a wholesale generation subsidiary.

Today, Cleco Power serves approximately 267,000 customers across Louisiana. It owns approximately 1,360 megawatts of regulated generating capacity.

Cleco Midstream has approximately 1,350 megawatts of wholesale generation assets in operation.

CLECO POWER FUEL SOURCES

- Coal and lignite
- Natural gas and oil
- Purchased power



Energy Assets and Operations

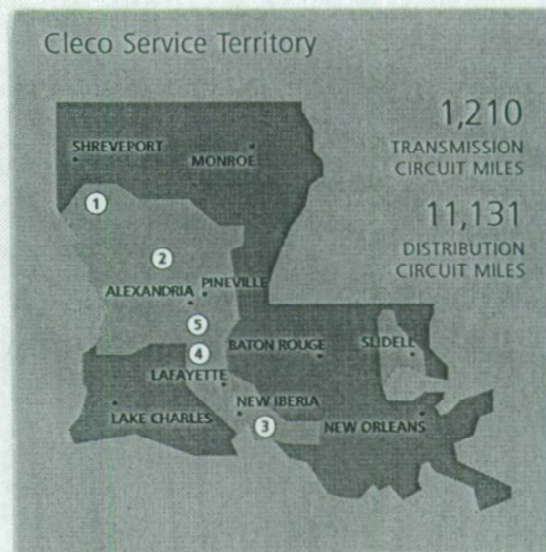
REGULATED GENERATION CLECO POWER LLC

	TOTAL CAPACITY (MW)	OWNERSHIP (PERCENT)	FUEL SOURCE
1 Dolet Hills	650	50	lignite
2 Rodemacher			
Unit 1	440	100	gas/oil
Unit 2	523	30	coal/gas
3 Teche	430	100	gas/oil

WHOLESALE GENERATION CLECO MIDSTREAM RESOURCES LLC

	TOTAL CAPACITY (MW)	OWNERSHIP (PERCENT)	FUEL SOURCE
4 Acadia	1,160	50	gas
5 Evangeline	775	100	gas

Cleco Service Territory



Board of Directors (As of Dec. 31, 2005)

Sherian G. Cadoria

Age 65; Elected 1993
Brigadier General,
U.S. Army (retired)
Retired President,
Cadoria Speaker and
Consultancy Service, Mansura, La.
*Member of the Audit,
Nominating/Governance
and Qualified Legal
Compliance committees*

Richard B. Crowell

Age 67; Elected 1997
Partner, law firm of Crowell
& Owens, Alexandria, La.
*Member of the Audit, Nominating/
Governance and Qualified Legal
Compliance committees*

J. Patrick Garrett

Age 62; Elected 1981
Retired President and
Chief Executive Officer, Windsor
Food Co., Ltd., Houston, Texas
*Chairman of the board and
chairman of the Executive,
Nominating/ Governance
and Qualified Legal
Compliance committees*

F. Ben James Jr.

Age 69; Elected 1986
President, James Investments Inc.
(real estate development and
international marketing),
Ruston, La.
*Member of the Audit and
Compensation committees*

Elton R. King

Age 59; Elected 1999
Retired President of network
and carrier services group,
BellSouth Telecommunications
Inc., Atlanta, Ga. Also retired
President and CEO of Visual
Networks Inc.
*Member of the Compensation
and Finance committees*

Michael H. Madison

Age 57; Elected 2005
President and
Chief Executive Officer,
Cleco Corp.
*Member of the
Executive Committee*

William L. Marks

Age 62; Elected 2001
Chairman and Chief Executive
Officer, Whitney Holding Corp.
and Whitney National Bank,
New Orleans, La.
*Chairman of the Finance
Committee and member
of the Executive and
Compensation committees*

Ray B. Nesbitt

Age 72; Elected 2001
Retired President of Exxon
Chemical Co., Houston, Texas
*Member of the Compensation,
Finance, Nominating/Governance
and Qualified Legal Compliance
committees*

Robert T. Ratcliff Sr.

Age 63; Elected 1993
Chairman, President and
Chief Executive Officer,
Ratcliff Construction
Company LLC, Alexandria, La.
*Member of the Audit,
Nominating/Governance
and Qualified Legal
Compliance committees*

William H. Walker Jr.

Age 60; Elected 1996
Retired Chairman of Howard
Weil Inc., New Orleans, La.
*Chairman of the Compensation
Committee and member of the
Executive and Finance committees*

W. Larry Westbrook

Age 66; Elected 2003
Retired Chief Financial Officer
and Senior Risk Officer of
Southern Company, Atlanta, Ga.
*Chairman of the Audit Committee
and member of the Executive and
Finance committees*

Officers (As of Dec. 31, 2005)

EXECUTIVE MANAGEMENT TEAM



Michael H. Madison

Age 57;
Joined Cleco in 2003
President and Chief Executive
Officer, Cleco Corp.
Chief Executive Officer,
Cleco Power LLC



Kathleen F. Nolen

Age 45;
Joined Cleco in 1983
Senior Vice President
and Chief Financial Officer



Samuel H. Charlton III

Age 60;
Joined Cleco in 1997
Senior Vice President and
Chief Operating Officer,
Cleco Midstream Resources LLC



Dilek Samil

Age 50;
Joined Cleco in 2001
President and Chief Operating
Officer, Cleco Power LLC



George W. Bausewine

Age 50;
Joined Cleco in 1986
Senior Vice President,
Corporate Services



Douglas A. Bell

Age 51;
Joined Cleco in 1989
General Manager, Internal Audit
Cleco Support Group LLC



R. O'Neal Chadwick Jr.

Age 45;
Joined Cleco in 2000
Senior Vice President
and General Counsel

OTHER OFFICERS

Anthony L. Bunting

Age 46; Joined Cleco in 1992
Vice President of Customer
Services and Energy Delivery,
Cleco Power LLC

Stephen M. Carter

Age 46; Joined Cleco in 1988
Vice President of
Regulated Generation,
Cleco Power LLC

R. Russell Davis

Age 49; Joined Cleco in 2000
Vice President and
Chief Accounting Officer

Jeffrey W. Hall

Age 54; Joined Cleco in 1981
Vice President of Governmental
& Community Affairs

Mark H. Segura

Age 47; Joined Cleco in 1984
Vice President of Transmission
& Distribution Services,
Cleco Power LLC

William G. Fontenot

Age 42; Joined Cleco in 1986
Vice President of Regulated
Generation Development,
Cleco Power LLC

Keith D. Crump

Age 44; Joined Cleco in 1989
Treasurer

Judy P. Miller

Age 48; Joined Cleco in 1984
Corporate Secretary

Charles M. Murray

Age 45; Joined Cleco in 1986
Assistant Controller

Janice M. Mount

Age 62; Joined Cleco in 1984
Assistant Corporate Secretary

Shareholder Information

HEADQUARTERS

Cleco Corporation
2030 Donahue Ferry Road
P.O. Box 5000
Pineville, LA 71361-5000
(318) 484-7400
www.cleco.com

The Annual Meeting of Shareholders will be at 9 a.m. (Central time) on April 21, 2006, at the Best Western Inn and Suites and Convention Center of Alexandria, Plantation Room, 2720 West MacArthur Dr., Alexandria, La.

SHAREHOLDER ASSISTANCE

Toll-Free 1-800-253-2652
Representatives are available Monday through Friday, 8 a.m. to 5 p.m. (Central time).

Rodney J. Hamilton
Shareholder Relations Specialist

ANALYST CONTACTS

Keith D. Crump
Treasurer

Ryan T. Gunter
Manager of Investor Relations,
Strategy and Budget

SEND INQUIRIES TO

Post:
Shareholder Services
Cleco Corporation
P.O. Box 5000
Pineville, LA 71361-5000

E-mail:
investors@cleco.com

COMMON STOCK LISTING

Cleco Corporation common stock is listed on the New York Stock Exchange (symbol: CNL).

DIVIDEND SCHEDULE

Schedule of anticipated common stock dividend record and payment dates for 2006:

<u>Record Dates</u>	<u>Payment Dates</u>
Feb. 6	Feb. 15
May 1	May 15
July 31	Aug. 15
Oct. 30	Nov. 15

DIVIDEND REINVESTMENT

The dividend reinvestment plan enables shareholders to reinvest dividends on both common and preferred stock into additional shares of common stock. Shareholders can also purchase shares of common stock through an optional cash investment feature. A brochure describing the plan and an enrollment form are available from Shareholder Services or the transfer agent.

OTHER MATERIALS

Copies of the proxy statement, other SEC filings and other corporate publications are available on request from Shareholder Services and through our Web site.

NYSE CEO CERTIFICATION

Cleco has filed the certification of its chief executive officer and chief financial officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 as exhibits to its Annual Report on Form 10-K for the year ended Dec. 31, 2005. In May 2005, Cleco's chief executive officer, as required by Section 303A.12(a) of the NYSE Listed Company Manual, submitted his certification to the NYSE that he was not aware of any violation by Cleco of the NYSE's corporate governance listing standards.

TRANSFER AGENT, REGISTRAR AND DIVIDEND AGENT

Common & Preferred Stock
Computershare Trust Company, N.A.
P.O. Box 43069
Providence, RI 02940-3069
Telephone: (781) 575-2723
www.computershare.com

TRUSTEE AND PAYING AGENT

Cleco Corporation Senior Notes
Cleco Evangeline LLC Bonds
J.P. Morgan Trust Company,
National Association
1999 Avenue of the Stars, 26th Floor
Los Angeles, CA 90067-6033

TRUSTEE AND PAYING AGENT

Cleco Power LLC Senior Notes
Cleco Power LLC Medium-Term Notes
Cleco Power LLC Retail Notes
The Bank of New York
Corporate Trust Administration
10161 Centurion Parkway
Jacksonville, FL 32256



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2030 Donahue Ferry Road
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